

UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA

Teachers Insurance and Annuity Association of
America, a New York corporation, et al.,

Civil No. 06-1062 (PAM/JSM)

Plaintiffs,

v.

ORDER

Mall of America Associates, a Minnesota
general partnership, et al.,

Defendants.

This case arises from the potential sale of interests in the Mall of America. On March 14, 2006, Plaintiff Teachers Insurance and Annuity Association of America (“TIAA”) offered to purchase the Mall interests. It commenced this action seeking a declaratory judgment regarding the rights of the parties involved in the potential sale.

On July 7, 2006, the Court tolled the “buy-sell” evaluation period contained in applicable partnership agreements, and ordered that the offers presented by TIAA remain in force and effect until the Court rules on pending summary judgment motions. A hearing on the summary judgment motions is scheduled for September 7, 2006.

The undersigned judge recently learned that he will be in Africa from September 3, 2006 to September 16, 2006. As such, the first date available to hear the pending motions is September 25, 2006. Although recognizing that a timely resolution of this matter is important,

the Court also believes that a hearing on the pending motions is essential. Accordingly, **IT IS HEREBY ORDERED** that:

1. The hearing on the pending summary judgment motions is **RESCHEDULED** for 9:00 a.m. on Monday, September 25, 2006. The hearing will take place in Courtroom No. 2 in the interim space at 180 East Fifth Street, St. Paul, Minnesota 55101;
2. The toll imposed on the “buy-sell” evaluation period is **EXTENDED** until the Court rules on the pending summary judgment motions; and
3. The offers that TIAA has presented to purchase the assets of MOAC Limited Partnership and Minntertainment Company will remain in force and effect until the Court rules on the pending summary judgment motions.

Dated: __August 10, 2006_____

s/ Paul A. Magnuson
Paul A. Magnuson
United States District Court Judge